

**EXHIBIT A**  
**ORRICK, HERRINGTON & SUTCLIFFE LLP**  
**INVOICES FOR THE TIME PERIOD**  
**OCTOBER 1-31, 2011**



David Austern, Futures Claims Representative for  
W.R. Grace & Co.  
c/o Claims Resolution Management Corp.  
3110 Fairview Park Drive, Suite 200  
Falls Church, VA 22042

November 11, 2011  
Client No. 17367  
Invoice No. 1336679

Orrick Contact: Roger Frankel

FOR SERVICES RENDERED through October 31, 2011 in connection  
with the matters described on the attached pages:

\$ 95,133.50

DISBURSEMENTS as per attached pages:

1,485.24

**TOTAL CURRENT FEES & DISBURSEMENTS (Pay this Amount):**

**\$ 96,618.74**

Matter(s): 17367/11, 12, 13, 7, 8

### DUE UPON RECEIPT

The following is for information only:  
Previous Balance not included in this invoice:  
\$256,429.83  
If this amount has already been paid, please disregard.

In order to ensure proper credit to your account,  
please reference your **INVOICE** and **CLIENT** numbers on your remittance.  
For inquiries, call: (304) 231-2701. Fax (304) 231-2501.

### REMITTANCE COPY - PLEASE RETURN WITH PAYMENT

**REMITTANCE ADDRESS:**

*Orrick, Herrington & Sutcliffe LLP  
Lockbox #774619  
4619 Solutions Center  
Chicago, IL 60677-4006  
Reference: 17367/ Invoice: 1336679*

**ELECTRONIC FUNDS  
TRANSFERS:**

**ACH & Wire Transfers:**  
**ABA Number 121000248**  
**SWIFT CODE: WFBUS6S**  
**Account Number: 4123701088**  
Wells Fargo  
420 Montgomery Street  
San Francisco, CA 94104  
Account of  
Orrick, Herrington & Sutcliffe LLP  
Reference: 17367/ Invoice: 1336679  
E.I.N. 94-2952627

**OVERNIGHT DELIVERY:**

*Orrick, Herrington & Sutcliffe LLP  
c/o Wells Fargo  
Attn: Lockbox #774619  
350 East Devon Avenue  
Itasca, IL 60143  
(213) 614-3248  
Reference: 17367/ Invoice: 1336679*



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Orrick Contact: Roger Frankel

For Legal Services Rendered Through October 31, 2011 in Connection With:

**Matter: 7 - Insurance Matters**

10/12/11	R. Wyron	Review ACC analysis on potential settlements and follow-up.	0.60
10/17/11	P. Mahaley	Prepare for and conduct telephone conference with M. Garbowski re proposal (.5); telephone conferences with R. Wyron re ACC proposal (.2).	0.70
10/17/11	R. Wyron	Work on analysis re potential settlements and follow-up.	1.30
10/18/11	P. Mahaley	Review issues re settlement demands to insurers.	0.90
10/19/11	R. Wyron	Work on buyout analysis and Peterson reports.	1.40
10/20/11	R. Wyron	Work on proposal for buyouts of CIP agreements.	0.80
10/24/11	R. Wyron	Work on settlement issues with insurers.	0.70
10/25/11	P. Mahaley	Prepare for and conduct telephone conference with R. Wyron and counsel for ACC re settlements with insurers.	0.50
10/25/11	R. Wyron	Review LAS reports (.3); call with R. Horkovitch and P. Mahaley re strategy and follow-up (.5); respond to e-mails re reports and public filings (.2);	1.00
10/28/11	R. Wyron	Follow-up on buy back discussions and review expert report re same.	0.60

Total Hours 8.50

Total For Services \$6,805.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Peri N. Mahaley	2.10	650.00	1,365.00
Richard H. Wyron	6.40	850.00	5,440.00
Total All Timekeepers	8.50	\$800.59	\$6,805.00

Disbursements

Outside Services 25.00

Telephone 0.00

Total Disbursements \$25.00



**O R R I C K**

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 2

November 11, 2011  
Invoice No. 1336679

**Total For This Matter**

**\$6,830.00**



**ORRICK**

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 3

November 11, 2011  
Invoice No. 1336679

For Legal Services Rendered Through October 31, 2011 in Connection With:

**Matter: 8 - Litigation**

10/03/11	D. Fullem	Confer with R. Wyron regarding asbestos issues; research re same.	0.30
10/03/11	D. Fullem	Review recently filed pleadings.	0.20
10/03/11	R. Wyron	Work on potential Libby-related settlement (1.3); review correspondence re potential settlement discussions (.3); organize notes for 10/4 call (.3); review and respond to e-mails re motion for relief (.2); review status conference pleadings filed by Garlock and follow-up (.6).	2.70
10/03/11	R. Frankel	Review J. Burke memo and case regarding common law indemnity claim.	1.80
10/03/11	R. Frankel	Telephone conference with R. Wyron regarding Montana issues.	0.30
10/03/11	R. Frankel	Telephone conference with E. Inselbuch, P. Lockwood, R. Wyron regarding Montana claim (.6); review notes regarding same (.2).	0.80
10/03/11	R. Frankel	Series of e-mails regarding meeting with Montana.	0.50
10/03/11	R. Frankel	Review series of e-mails regarding Intrawest motion for relief from stay.	0.70
10/03/11	R. Frankel	Review memo from J. Biggs, exchange series of e-mails regarding Montana settlement.	0.90
10/04/11	D. Fullem	Research case law regarding Montana.	0.50
10/04/11	R. Wyron	Work on Libby related settlement issues and follow-up (1.3); review Tillinghast analysis (.8); organize outline of open issues (1.4).	3.50
10/04/11	R. Frankel	Review Montana issues in preparation for Grace conference call.	0.50
10/04/11	R. Frankel	Telephone conference with M. Shelnitz, R. Finke, A. Paul, R. Wyron, J. Baer re status of case issues, settlements (.7); notes re same (.3).	1.00
10/04/11	R. Frankel	Review Garlock Request for Status Conference, related exhibits.	1.40
10/04/11	R. Frankel	Review e-mail memo from Lincoln re Sealed Air acquisition.	0.40
10/04/11	R. Frankel	Review memo to Advisory Committee on Bankruptcy Rules from Subcommittee on Business Issues.	0.70
10/04/11	R. Frankel	Telephone conference with D. Austern re Garlock pleadings and proposed Rule 4009.	0.40



ORRICK

November 11, 2011  
Invoice No. 1336679

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 4

10/04/11	R. Frankel	Review original Garlock Motion for access to 2019 statements.	0.90
10/05/11	D. Fullem	Research case law re Montana; e-mail to D. Felder and R. Wyron re same.	0.50
10/05/11	D. Fullem	Review recently filed pleadings.	0.20
10/05/11	D. Felder	E-mail correspondence with D. Fullem regarding Libby issues and review exhibits regarding same.	1.00
10/05/11	R. Wyron	Call with Tillinghast (.7); work on analysis re Libby scenarios (.9); outline issues for Montana discussion (.7).	2.30
10/05/11	R. Frankel	Review article re Sealed Air acquisition and value (.3); consider effective date issues (.5).	0.80
10/05/11	R. Frankel	Review Joinder & Objection filed by ACC responding to Garlock pleadings to inspect 2019 data.	1.80
10/06/11	R. Wyron	Review confirmation briefs for issues (.4) outline issues on potential settlement and respond to e-mails re same (.8).	1.20
10/06/11	R. Frankel	Review pleadings, issues in connection with possible status conference.	0.70
10/07/11	D. Fullem	Confer with R. Wyron; research re Pennock v. State of Montana order; follow-up re same.	0.50
10/07/11	R. Wyron	Review Garlock pleadings on status conference.	0.40
10/07/11	R. Frankel	Review, consider next steps after issuance of USDC opinion (.7); review issues of equitable mootness (.6).	1.30
10/10/11	R. Wyron	Review case law re Montana issues (1.3); call with D. Huynh re research and follow-up (.4).	1.70
10/10/11	R. Frankel	Review, consider opinion of J. Fitzgerald regarding Garlock motion to inspect 2019 statements.	1.80
10/11/11	D. Fullem	Review Order by Court scheduling hearings in 2012.	0.20
10/11/11	R. Wyron	Call with M. Giannotto and notes re same (.4); call with R. Frankel re strategy and follow-up (.5); organize pending issues list and update (.3); review appeal issue (.2).	1.40
10/11/11	R. Frankel	Telephone conference with R. Wyron regarding settlement status, case issues (.3); review e-mail regarding status of USDC opinion (.3); notes regarding same (.1).	0.70
10/11/11	R. Frankel	Telephone conference with F. McGovern regarding settlement issues (.5); telephone conference with R. Wyron regarding M. Giannotto, F. McGovern calls (.3).	0.80
10/11/11	R. Frankel	Review e-mail memo and case law re same (1.2); notes regarding Montana issue (.4).	1.60
10/11/11	R. Frankel	Review status of settlement discussions.	0.90
10/12/11	R. Wyron	Review e-mails re settlement status and follow-up (.3); organize confirmation hearing notes and briefs and follow-up (.6); review update claims date and outline questions (.8).	1.70
10/12/11	R. Frankel	Telephone conference with D. Austern regarding settlement issues and timing of opinion (.3); notes regarding same (.2).	0.50



**ORRICK**

November 11, 2011  
Invoice No. 1336679

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 5

10/13/11	D. Fullem	Review recently filed pleadings.	0.20
10/13/11	R. Wyron	Review Libby data re settlement and follow-up (.8); review pleadings re discovery and Garlock ruling (.9).	1.70
10/13/11	R. Frankel	Review Garlock notice of appeal and exhibit.	0.30
10/13/11	R. Frankel	Telephone conference with J. Aldock regarding mediation, settlement issues (.5); prepare notes regarding status (.2).	0.70
10/13/11	R. Frankel	Review notes regarding settlement options.	0.60
10/14/11	R. Wyron	Begin review of revised Libby analysis for 10/18 call (1.1); review settlement outline (.3).	1.40
10/17/11	R. Wyron	Review Libby analysis (1.3); organize notes for 10/18 call (.4).	1.70
10/18/11	R. Wyron	Review materials on potential settlement and follow-up (.4); call with Grace and ACC re potential resolutions (.8); analyze Tillinghast data (.2); review Tillinghast presentation on claims trends and follow-up (.3); begin review of motions (.8); call with J. Radecki (.3).	2.80
10/18/11	R. Frankel	Review Debtors' motion re merger with non-operating subsidiaries and claims activity.	1.70
10/19/11	R. Wyron	Review OCP and Project Plate motions (1.3); call with J. Radecki, follow-up (.2); call re Montana and follow-up (.8).	2.30
10/19/11	R. Frankel	Review memorandum from R. Wyron re call with Grace, et al. (.3); review claims projections from R. Finke (.4).	0.70
10/19/11	R. Frankel	Review motion, declaration, exhibits re merger of subsidiaries.	1.10
10/20/11	R. Wyron	Review merger motion exhibits and follow-up.	1.10
10/20/11	R. Frankel	Review motion regarding Garlock appeal from 2019 orders.	0.40
10/20/11	R. Frankel	Review report from GAO re operation of asbestos trusts.	0.80
10/20/11	R. Frankel	Review motion, exhibits in connection with sale of vermiculite assets.	1.60
10/20/11	R. Frankel	Review motion, exhibits re payment of OC Professionals.	0.50
10/21/11	D. Fullem	Review recently filed pleadings.	0.20
10/21/11	R. Wyron	Review merger notes and follow-up.	1.10
10/21/11	R. Frankel	Review intercompany claims schedules, detailed entity analysis from R. Higgins.	1.80
10/21/11	R. Frankel	Confer with R. Wyron re pending motions, merger issues.	0.70
10/24/11	R. Wyron	Review data re merger motion and follow-up re same.	1.70
10/24/11	R. Frankel	Confer with R. Wyron re merger motion filed by Grace (.5); review detailed schedule of affected companies (.6).	1.10
10/25/11	D. Fullem	Review recently filed pleadings.	0.20
10/25/11	D. Fullem	Review 8K filing.	0.40
10/25/11	J. Burke	Review merger motion and schedules (2.7); confer with R. Wyron regarding merger motion (.4).	3.10



## O R R I C K

November 11, 2011  
Invoice No. 1336679

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 6

10/25/11	M. Wallace	Discuss asset sale and related issues with R. Wyron (.4); review asset sale agreement, motion, sale order and related pleadings (2.0); correspond with R. Wyron regarding schedules (.3).	2.70
10/25/11	R. Wyron	Confer with J. Burke re merger motion and follow-up (.4); confer with R. Frankel re merger and sale motions and follow-up (.3); confer with M. Wallace re sale motion and follow-up (.3); calls re merger motion (.2).	1.20
10/25/11	R. Frankel	Review 8K, earnings report, e-mails re same.	0.60
10/25/11	R. Frankel	Confer with R. Wyron re subsidiary merger motion and related issues (.5); review exhibit of subsidiary action (.6).	1.10
10/26/11	M. Wallace	Draft summary of asset sale documents and issues in same.	6.80
10/26/11	M. Wallace	Correspond with R. Wyron regarding exhibit requests and review related correspondence.	0.10
10/26/11	R. Wyron	Review merger motion exhibits and organize outline (1.6); call with J. Radecki and J. Solganick and e-mails re same (.4); review analysis of sale motion and related documents (1.1); review analysis of sale (.3).	3.40
10/26/11	R. Frankel	Review materials re subsidiary merger, e-mails re same.	0.60
10/27/11	J. Burke	Participate in telephone conference with counsel for Debtors regarding merger motion and sale motion.	0.70
10/27/11	M. Wallace	Meeting with R. Wyron and R. Frankel regarding issues in vermiculite sale.	0.40
10/27/11	M. Wallace	Review plan and related issues raised in R. Wyron's correspondence regarding vermiculite transaction.	0.20
10/27/11	R. Wyron	Confer with R. Frankel and M. Wallace re pending motions (.8); call with R. Higgins re pending motions and follow-up (1.1); call with J. Solganick re merger motion (.2); review financials and follow-up (.3).	2.40
10/27/11	R. Frankel	Series of e-mails with J. Donley re settlement.	0.30
10/27/11	R. Frankel	Review Statement of Issues, Designation of Record filed by Garlock per Rule 8006.	0.70
10/27/11	R. Frankel	Review Plan re application of protected party status to transferee of property.	0.70
10/27/11	R. Frankel	Review memo from M. Wallace re 363 sale agreement (.9); confer with R. Wyron, M. Wallace re same (.4).	1.30
10/27/11	R. Frankel	Telephone conference with R. Wyron, R. Higgins, J. Burke re sub merger motion, vermiculite sale motion (.7); confer with R. Wyron re same (.2).	0.90
10/28/11	R. Wyron	Work on sales motion issues (.4); call to P. Lockwood and follow-up (.2); review Montana correspondence and follow-up (.8).	1.40
10/28/11	R. Frankel	Review, consider settlement proposal letter from counsel for Montana (.6); series of e-mails regarding same (.3).	0.90



**ORRICK**November 11, 2011  
Invoice No. 1336679David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 7

10/28/11	R. Frankel	Exchange series of e-mails with J. Donley regarding F. McGovern conference call.	0.20
10/31/11	R. Wyron	Review merger information (.3); call with P. Lockwood re sale and merger motion, and follow-up (.6); review 2019 issues (.2).	1.10
10/31/11	R. Frankel	Telephone conference with J. Donley, M. Shelnitz, F. McGovern regarding status of mediation (.8); notes regarding same (.1).	0.90
10/31/11	R. Frankel	Telephone conference with J. Donley in preparation for call with mediator (.4); notes regarding same (.2)	0.60

Total Hours	98.60	
Total For Services		\$84,642.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
James W. Burke	3.80	530.00	2,014.00
Debra Felder	1.00	645.00	645.00
Roger Frankel	42.00	985.00	41,370.00
Debra O. Fullem	3.40	265.00	901.00
Mary A. Wallace	10.20	710.00	7,242.00
Richard H. Wyron	38.20	850.00	32,470.00
<b>Total All Timekeepers</b>	<b>98.60</b>	<b>\$858.44</b>	<b>\$84,642.00</b>

**Disbursements**

Document Reproduction	3.30	
Express Delivery	11.85	
Lexis Research	27.09	
Out of Town Business Meals	64.98	
Outside Reproduction Services	3.30	
Telephone	0.00	
Travel Expense, Air Fare	383.00	
Travel Expense, Local	801.00	
Westlaw Research	165.72	
<b>Total Disbursements</b>		<b>\$1,460.24</b>

<b>Total For This Matter</b>	<b>\$86,102.24</b>
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**ORRICK**November 11, 2011  
Invoice No. 1336679David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 8

For Legal Services Rendered Through October 31, 2011 in Connection With:

**Matter: 11 - Compensation of Professionals - Other**

10/06/11	D. Fullem	Review and respond to e-mail from C. Hartman regarding December hearing date, objection deadline, and filing deadline.	0.20
10/06/11	D. Fullem	Review quarterly filing by Phillips, Goldman and Spence for Jul-Sep 2009 time period.	0.30
10/10/11	D. Fullem	Review Towers' September monthly fee application; provide comments.	0.50
10/11/11	D. Fullem	Review and respond to e-mail from K. Boeger at Towers re September fee application.	0.20
10/13/11	D. Fullem	Review monthly fee application filings by Phillips, Goldman and Spence.	0.20
10/17/11	R. Wyron	Review Phillips, Goldman and Spence filings.	0.80
10/18/11	D. Fullem	Prepare CNO for Towers' August fee application; coordinate filing and serving of same.	0.50
10/19/11	R. Wyron	Follow-up re Phillips, Goldman and Spence filings.	0.30
10/26/11	D. Fullem	Coordinate filing and serving of Towers' September fee application.	0.50

Total Hours 3.50

Total For Services \$1,571.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	2.40	265.00	636.00
Richard H. Wyron	1.10	850.00	935.00
Total All Timekeepers	3.50	\$448.86	\$1,571.00

**Total For This Matter****\$1,571.00**



**O R R I C K**

November 11, 2011  
Invoice No. 1336679

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 9

For Legal Services Rendered Through October 31, 2011 in Connection With:

**Matter: 12 - Retention of Professionals - Orrick**

10/11/11	D. Fullem	Review, research, and respond to R. Wyron and P. Mahaley regarding connections in the Grace bankruptcy case.	0.40
10/27/11	D. Fullem	Review e-mail from R. Frankel regarding disclosure; research and provide information.	0.20

Total Hours 0.60

Total For Services \$159.00

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	0.60	265.00	159.00
Total All Timekeepers	0.60	\$265.00	\$159.00

**Total For This Matter \$159.00**



**O R R I C K**

November 11, 2011  
Invoice No. 1336679

David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 10

For Legal Services Rendered Through October 31, 2011 in Connection With:

**Matter: 13 - Compensation of Professionals - Orrick**

10/03/11	R. Wyron	Review fee auditor's report and follow-up.	0.20
10/06/11	D. Fullem	Review September prebill.	1.00
10/06/11	D. Fullem	E-mail to R. Wyron and D. Felder re September prebill.	0.10
10/07/11	D. Fullem	Review D. Felder's edits to September prebill; edit; provide to P. Reyes for updating.	0.50
10/10/11	D. Fullem	Review memo from fee auditor's office.	0.30
10/14/11	D. Fullem	Review recent payment information; update R. Wyron; update spreadsheets and circulate.	0.50
10/14/11	D. Fullem	E-mail to P. Reyes and H. Quinn regarding status of finalizing Orrick's September invoice.	0.20
10/17/11	D. Fullem	E-mails to and from R. Wyron regarding status of payments in Grace due and upcoming.	0.30
10/17/11	R. Wyron	Review recent payment issues.	0.20
10/18/11	D. Fullem	Prepare CNO for Orrick's August fee application; coordinate filing and serving of same.	0.50
10/20/11	D. Fullem	Update fee/expense chart and circulate.	0.40
10/20/11	D. Fullem	E-mail to accounting regarding status of recent payments.	0.20
10/21/11	D. Fullem	Prepare draft of September fee application.	1.00
10/24/11	D. Fullem	Review and respond to e-mail from R. Wyron regarding comments to draft September fee application.	0.20
10/26/11	D. Fullem	Coordinate filing and serving of Orrick's September fee application.	0.50
10/31/11	D. Fullem	Review e-mail from R. Wyron and fee auditor report of no issues with quarterly fee applications for July-Sept 2011; confirm FCR and professionals correct; inform R. Wyron.	0.40
		Total Hours	6.50
		Total For Services	\$1,956.50

**O R R I C K**November 11, 2011  
Invoice No. 1336679David Austern, Futures Claims Representative for W.R. Grace & Co. -  
17367  
page 11

<u>Timekeeper Summary</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Debra O. Fullem	6.10	265.00	1,616.50
Richard H. Wyron	0.40	850.00	340.00
Total All Timekeepers	6.50	\$301.00	\$1,956.50

**Total For This Matter****\$1,956.50****\* \* \* COMBINED TOTALS \* \* \***

Total Hours	117.70	
Total Fees, all Matters		\$95,133.50
Total Disbursements, all Matters		\$1,485.24
Total Amount Due		\$96,618.74